

Soo Line Railroad Company



Soo Line Building
Box 530
Minneapolis, Minnesota 55440
(612) 332-1261

WAYNE C. SERKLAND
General Attorney

2-182A037

No. JUL 1 1982

Date.....

Fee \$ 12.00

June 28, 1982

ICC Washington, D. C.

Agatha L. Mergenovich
Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Ms. Mergenovich:

I enclose herewith three executed counterparts of Supplemental Lease of Railroad Equipment, a secondary document, dated June 15, 1982, supplementing the Soo Line Railroad Equipment Trust of 1977, dated August 1, 1977.

The primary document to which this is connected is recorded under Recordation No. 8917.

The names and addresses of the parties to the document are as follows: Vendors' names are D. H. Bluhm and J. W. Scanlan, whose address is c/o First National Bank of Minneapolis, 120 South Sixth Street, Minneapolis, MN 55402.

Trustee-Owner-Lessor is First National Bank of Minneapolis, 120 South Sixth Street, Minneapolis, MN 55402.

Lessee is Soo Line Railroad Company, 800 Soo Line Building, Box 530, Minneapolis, MN 55440.

Guarantor of Equipment Trust certificates is Soo Line Railroad Company, 800 Soo Line Building, Box 530, Minneapolis, MN 55440.

A description of the equipment covered by the document follows:

<u>No. of Units</u>	<u>Description</u>
1	100-ton 2200 cu. ft. open top hopper car with roller bearings, bearing Soo Line road number 61052.

RECORDATION NO. 8917-E
Filed 1425

JUL - 1 1982 - 2 35 PM
INTERSTATE COMMERCE COMMISSION

FEE OPERATION BRO.

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Agatha L. Mergenovich
Page 2

The identifying marks of the equipment listed above are the trade name "Soo Line" or "Soo", together with the number shown above.

A fee of \$10.00 is enclosed. This letter is signed by the General Attorney of the company, having knowledge of the matters set forth herein, and the original documents bearing recording data should be returned to him.

Very truly yours,

A handwritten signature in dark ink, appearing to read "Weyman Subl", written in a cursive style.

WCS/sjp
Enclosure

RECORDATION NO. 8917-E
JUL -1 1982 -2 35 PM
INTERSTATE COMMERCE COMMISSION

SOO LINE RAILROAD
EQUIPMENT TRUST OF 1977

SUPPLEMENTAL LEASE OF RAILROAD EQUIPMENT

SUPPLEMENTAL TO LEASE OF RAILROAD EQUIPMENT, dated as of August 1, 1977 between FIRST NATIONAL BANK OF MINNEAPOLIS, a national banking association duly incorporated and existing under the laws of the United States of America (hereinafter called the "Trustee"), party of the first part, and SOO LINE RAILROAD COMPANY, a corporation duly organized and existing under the laws of the State of Minnesota (hereinafter called the "Company"), party of the second part:

WHEREAS, by a certain Agreement and Lease, each dated as of August 1, 1977, there was constituted Soo Line Railroad Equipment Trust of 1977; and whereas pursuant to the provisions of said Agreement, certain railroad equipment was transferred by D. H. Bluhm and J. W. Scanlan, Vendors, to the Trustee, and by said Lease, said railroad equipment was leased by the Trustee to the Company; and

WHEREAS, the said Lease in Article Seventh thereof makes provision for the replacement by the Company at its own cost of Trust Equipment which may be lost or destroyed with new equipment of a specified kind, title to which shall be transferred to the Trustee and made a part of the Trust Equipment; and

WHEREAS, an additional replacement has been made by the Company and title thereto is now vested in the Trustee, and the Company and Trustee now desire to execute a Supplemental

Lease as in said Article Seventh provided.

NOW THIS AGREEMENT WITNESSETH:

The above described Lease of Railroad Equipment, dated as of August 1, 1977 , with the Agreement, dated as of August 1, 1977, thereto annexed, constituting Soo Line Railroad Equipment Trust of 1977 is hereby supplemented as indicated in the next succeeding sentence, but in all other respects said Lease Agreement shall continue in full force and effect.

The Trustee, acting pursuant to Article Seventh of said Lease, for and in consideration of the sum of One Dollar to it paid by the Company at or before the execution and delivery hereof, the receipt of which is hereby acknowledged, and of the rents and covenants in said Lease mentioned to be paid, kept and performed by the Company, has let and leased and does hereby let and lease to the Company all of the following standard gauge railroad equipment in addition to the Trust Equipment now covered by Soo Line Railroad Equipment Trust of 1977, to wit:

One (1) 100-ton 2200 cu. ft. open top hopper car
with roller bearings, bearing Soo Line
road number 61052.

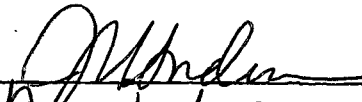
This Supplemental Lease may be simultaneously executed in several counterparts, each of which shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument.

The Supplemental Lease shall inure to the benefit of and shall be binding upon the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the Trustee, acting in accordance with the terms and conditions of the aforesaid Agreement and Lease, and the Company, have caused these presents to be duly executed, as of the 15th day of June, 1982.

ATTEST:

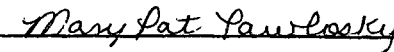
FIRST NATIONAL BANK OF MINNEAPOLIS
as Trustee,


Assistant Secretary

By 
Vice President

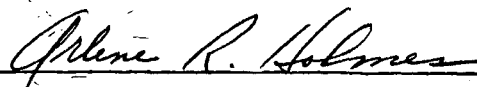
Signed, sealed and delivered
by First National Bank of
Minneapolis in the presence of:

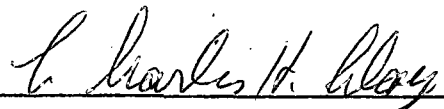



Attesting Witnesses

ATTEST:

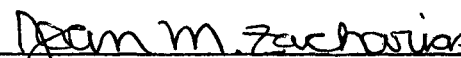
SOO LINE RAILROAD COMPANY


Secretary

By 
Charles H. Clay
Executive Vice President

Signed, sealed and delivered
by Soo Line Railroad Company
in the presence of:

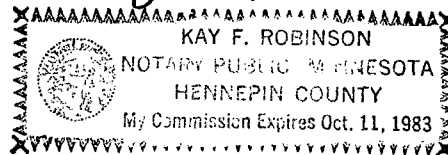



Attesting Witnesses

STATE OF MINNESOTA)
) SS
COUNTY OF HENNEPIN)

On this 22ND day of JUNE, 1982, before me personally appeared J. SCANLAN, to me personally known, who, being by me duly sworn, says that he is a Vice President of First National Bank of Minneapolis, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Kay F Robinson
Notary Public



STATE OF MINNESOTA)
) SS
COUNTY OF HENNEPIN)

On this ^{kh}17 day of June, 1982, before me personally appeared Charles H. Cray, to me personally known, who, being by me duly sworn, says that he is Executive Vice President of Soo Line Railroad Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Wayne C. Serkland
Notary Public

